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24 FORTRESS CREDIT CO. LLC,
25 VLSI TECHNOLOGY LLC

26 Additional counsel listed on signature page

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28 **UNITED STATES DISTRICT COURT**
1 NORTHERN DISTRICT OF CALIFORNIA

2 INTEL CORPORATION and APPLE INC.,

3 Case No. 3:19-cv-07651-EMC

4 Plaintiffs,

5 v.
6 **DEFENDANTS' ADMINISTRATIVE
7 MOTION TO SEAL THE COURT'S
8 ORDER GRANTING IN PART AND
9 DENYING IN PART DEFENDANTS'
10 JOINT MOTION TO DISMISS AND TO
11 STRIKE PLAINTIFFS' SECOND
12 AMENDED COMPLAINT**

13 FORTRESS INVESTMENT GROUP LLC,
14 FORTRESS CREDIT CO. LLC, UNILOC
15 2017 LLC, UNILOC USA, INC., UNILOC
16 LUXEMBOURG S.A.R.L., VLSI
17 TECHNOLOGY LLC, INVT SPE LLC,
18 INVENTERGY GLOBAL, INC., and IXI IP,
19 LLC,

20 Hon. Edward M. Chen

21 Defendants.

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1 Pursuant to Civil Local Rules 7-11 and 79-5, and in response to the Court's Order
 2 instructing the parties to determine which portions of the Order Granting in Part and Denying in
 3 Part Defendants' Joint Motion to Dismiss and to Strike Plaintiffs' Second Amended Complaint
 4 (Dkt. No. 285, herein "Order") need to be sealed, Defendants Fortress Investment Group LLC,
 5 Fortress Credit Co. LLC, and VLSI Technology LLC (collectively, "Defendants") submit this
 6 administrative motion ("Administrative Motion") to seal limited portions of the Order.

7 As set forth in the Declaration of Olivia Weber in support of the Administrative Motion,
 8 the discrete portions of the Order that Defendants request to be sealed discuss or quote information
 9 contained in Defendants' Joint Motion to Dismiss and to Strike Plaintiffs' Second Amended
 10 Complaint ("Motion to Dismiss") that the Court recently sealed. Dkt. No. 275 (sealing Motion to
 11 Dismiss pages 20:22-21:4, 25:13-19). These portions also discuss or quote the same or closely-
 12 related information contained in the Second Amended Complaint ("SAC") that the Court already
 13 sealed. Dkt. No. 238 (sealing SAC ¶¶ 77, 274). Specifically, this information includes the
 14 following:

- 15 • Information relating to Defendant VLSI Technology LLC's ("VLSI") patent
 16 purchase and cooperation agreement and amendment (collectively, "PPCA") with
 17 NXP B.V. Order at 12:27, 13 n.6; Weber Decl. ¶¶ 4-5; *see also* Dkt. No. 275
 18 (sealing Motion to Dismiss pages 20:22-21:4, 25:13-19), Dkt. No. 238 (sealing
 19 SAC ¶ 77).
- 20 • Information concerning damages assessments made by VLSI and Plaintiff Intel
 21 Corporation ("Intel") in *VLSI Technology LLC v. Intel Corporation*, 1:18-cv-
 22 00966-CFC-CJB (D. Del.). Order at 12:28-13:1, 13:12, 13:14-16; Weber Decl.
 23 ¶¶ 6-7; *see also* Dkt. No. 275 (sealing Motion to Dismiss pages 20:22-25 and
 24 25:13-19); Dkt. No. 238 (sealing SAC ¶ 274).

25 This information constitutes the proprietary and highly-confidential business information
 26 of VLSI and other non-parties. Specifically, this information includes sensitive and highly-
 27 confidential patent purchase terms from the PPCA as well as damages assessments. *See, e.g., In*
 28 *re Elec. Arts, Inc.*, 298 Fed. Appx. 568, 569 (9th Cir. 2008) (ordering sealing where documents

1 could be used ““as sources of business information that might harm a litigant’s competitive
 2 standing””); *In re Koninklijke Philips Pat. Litig.*, No. 18-CV-01885-HSG, 2020 WL 1865294, at
 3 *1 (N.D. Cal. Apr. 13, 2020) (recognizing that ““confidential business information’ in the form of
 4 ‘license agreements, financial terms, details of confidential licensing negotiations, and business
 5 strategies”” are compelling reasons to warrant sealing). The terms contained in the PPCA action
 6 and damages assessments from the Delaware action reflect, *inter alia*, confidential financial terms,
 7 trade secrets, and business strategies. These terms also reflect confidential patent valuations, and
 8 their disclosure could prejudice VLSI in future licensing negotiations. Weber Decl. ¶ 7.

9 For the foregoing reasons, Defendants respectfully move to file under seal portions of the
 10 Order.

11
 12 Dated: October 5, 2021

Respectfully submitted,

13 IRELL & MANELLA LLP

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By: /s/ A. Matthew Ashley

16 A. Matthew Ashley

17 *Counsel for Defendants*

18 FORTRESS INVESTMENT GROUP LLC,

19 FORTRESS CREDIT CO. LLC,

20 VLSI TECHNOLOGY LLC

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ECF ATTESTATION

2 I, Lucas S. Oxenford, am the ECF user whose ID and password are being used to file
3 DEFENDANTS' ADMINISTRATIVE MOTION TO SEAL THE COURT'S ORDER
4 GRANTING IN PART AND DENYING IN PART DEFENDANTS' JOINT MOTION TO
5 DISMISS AND TO STRIKE PLAINTIFFS' SECOND AMENDED COMPLAINT. I hereby
6 attest that I received authorization to insert the signatures indicated by a conformed signature (/s/)
7 within this e-filed document.

By: /s/ Lucas S. Oxenford
Lucas S. Oxenford

CERTIFICATE OF SERVICE

2 On this 5th day of October 2021, I hereby certify that I caused the document entitled
3 Defendants' Administrative Motion To Seal The Court's Order Granting In Part and Denying In
4 Part Defendants' Joint Motion To Dismiss And To Strike Plaintiffs' Second Amended Complaint,
5 along with the Declaration of Olivia Weber in support of Defendants' Administrative Motion to
6 Seal, to be filed via the Court's CM/ECF system, which shall send notice to the counsel of record
7 for the parties.

9 | Dated: October 5, 2021

Respectfully submitted,

IRELL & MANELLA LLP

By:/s/ *Lucas S. Oxenford*

Lucas S. Oxenford
Counsel for Defendants
FORTRESS INVESTMENT GROUP LLC,
FORTRESS CREDIT CO. LLC,
VLSI TECHNOLOGY LLC